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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	X	
In re:	:	Chapter 11
	:	
GENERAL MOTORS CORP., et al.,	:	Case No. 09-50026 (REG)
	:	
	:	(Jointly Administered)
Debtors.	:	
-----	X	

OBJECTION OF THE WHOLLY-OWNED SUBSIDIARIES OF VERIZON COMMUNICATIONS INC. TO NOTICE(S) OF (I) DEBTORS' INTENT TO ASSUME AND ASSIGN CERTAIN EXECUTORY CONTRACTS, UNEXPIRED LEASES OF PERSONAL PROPERTY, AND UNEXPIRED LEASES OF NONRESIDENTIAL REAL PROPERTY AND (II) CURE AMOUNTS RELATED THERETO

The wholly-owned subsidiaries of Verizon Communications Inc.¹ (collectively, “Verizon”) object to the *Notice(s) of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto* (the “Notice(s)”). In support of this Objection, Verizon shows the Court the following:

¹ The wholly-owned subsidiaries of Verizon Communications Inc. include, without limitation, Verizon Corporate Services Group Inc., Verizon Network Integration Corp., Verizon Business Global LLC, Verizon Business Network Services Inc., Verizon Select Services Inc., MCI Communications Services, Inc. f/k/a MCI WorldCom Communications, Inc. and the operating telephone company subsidiaries of Verizon Communications Inc.

1. On June 1, 2009, the Debtors² commenced these voluntary cases under Chapter 11 of the Bankruptcy Code.

2. Also on June 1, 2009, the Debtors filed a motion to sell certain of their assets and assume and assign certain executory contracts in connection with such sale [Docket No. 92].

3. On June 2, 2009, this Court entered an order approving, among other things, the Assumption and Assignment Procedures [Docket No. 274] (the “Order”). Pursuant to the Order, the Debtors were to send a Notice to each Non-Debtor Counterparty for each Assumable Executory Contract.

4. Also on June 2, 2009, undersigned counsel entered an appearance on behalf of Verizon and requested copies of all notices in these cases.

Objection

5. Upon information and belief, the Debtors claim to have sent one or more Notices to certain Verizon entities, including without limitation, such entities operating under variants of the names “Verizon,” “MCI,” “Woldcom,” or “Netsec”; however, neither Verizon nor undersigned counsel has any record of receiving such Notices.³

6. Without a copy of each Notice, including the username and password provided therein, Verizon is unable to determine which contracts to which Verizon is a Non-Debtor

² Unless indicated otherwise, capitalized terms in this Objection shall have the same meaning ascribed to them in the June 2, 2009 Order referenced herein.

³ Counsel for Verizon contacted the Debtors’ claims noticing agent, The Garden City Group, Inc. (“GCG”), in an effort to determine if Notices had been sent to Verizon. In a series of conversations with GSG representatives, counsel for Verizon was informed that Notices had been sent to Verizon Communications Inc. and MCI Communications, Inc. and that it was possible that Notices had been sent to other Verizon entities; however, despite counsel for Verizon’s appearance in these cases on behalf of those entities, GCG would not provide counsel for Verizon with the usernames and passwords necessary to access the secure website containing information about the Assumable Executory Contracts to which those entities were a Non-Debtor Counterparty, specifically including the Cure Amounts. Counsel for Verizon requested that all Notices be sent to it, and a GCG representative verbally indicated that GCG would send such Notices to counsel for Verizon on Monday June 15, 2009.

Counterparty are Assumable Executory Contracts, and is also unable to access the Debtors' calculation of the Cure Amount for any particular Assumable Executory Contract. Accordingly, Verizon objects to the cure amount calculated by the Debtors for any Assumable Executory Contract to which Verizon is a Non-Debtor Counterparty to the extent that such proposed Cure Amount is different from the cure amount reflected in or calculated based on Verizon's books and records.

7. Verizon further objects to any Notice on the grounds that it was not previously sent to Verizon's undersigned counsel, who, as indicated above, has entered an appearance in these cases and requested copies of all notices and other pleadings.

8. Verizon reserves the right to supplement this Objection for any reason, including upon its review of the Notices and Cure Amounts for any Assumable Executory Contract to which Verizon is a Non-Debtor Counterparty.

WHEREFORE Verizon respectfully requests that the Court sustain this objection, require the Debtors send to undersigned counsel any Notice relating to an Assumable Executory Contract to which Verizon is a Non-Debtor Counterparty, and defer approval of any assumption and assignment or determination of Cure Amounts until such time as undersigned counsel has received all Notices and had adequate opportunity to respond to the same.

This 15th day of June, 2009.

Respectfully submitted,

ARNALL GOLDEN GREGORY LLP

/s/ Darryl S. Laddin

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CERTIFICATE OF SERVICE

I hereby certify that I served a copy of the forgoing by causing a copy of same to be deposited in the United States Mail, first-class postage prepaid, addressed as follows:

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This 15th day of June, 2009.

/s/ Darryl S. Laddin
Darryl S. Laddin